

MAY 22 2002

ORIGINAL
MAILROOM

Applicant / Licensee Information

1) First Name (if individual)	MI:	Last Name:	suffix:
2) Applicant Name (if entity) VoiceStream Puerto Rico Subsidiary 2, LLC		3a) Applicant TIN:	3b) FCC Registration Number (FRN): 0005900774

Related FCC Regulated Businesses of Applicant / Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) FCC Registration Number (FRN):	4e) Percent of Interest Held:

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name. Kellye	MI E.	Last Name Abernathy	suffix.
Title: Assistant Vice President-Regulatory			

Signature: 	Date: 5-16-02
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Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

5/23/02

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual)	MI:	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity) SBC COMMUNICATIONS INC.		3a) Disclosable Interest Holder's TIN:	3b) FCC Registration Number(FRN): 0005-I 937-01
4) Disclosable Interest Holder's Address: ATTN: Wayne Watts, 175 East Houston, San Antonio, Texas 78205			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):		7) Percent of interest Held in Applicant 100.00
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 0 – Other (Voting)		9) Disclosable Interest Holder's Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an Indirect owner, list path of ownership from indirect owner to the applicant): VoiceStream Puerto Rico Subsidiary 2, LLC is wholly owned by Beach Holding Corporation (Beach). SBC Wireless-Puerto Rico, LLC, which controls and owns 47% of Beach, is wholly owned by SBC Wireless LLC. which is wholly owned by Cingular Wireless LLC (See Exhibit 1). Beach is also 47% owned by SBC CCPR Holdings, LLC which is wholly owned by SBC International, Inc.. which is wholly owned by SBC Communications Inc. (See Exhibit 2).			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) FCC Registration Number (FRN):	11e) Percent of Interest Held:
See Exhibit 2				

Schedule for Disclosable interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if individual)	MI:	Last Name:	Suffix:
2) Disclosable Interest Holders Name (if entity) BELLSOUTH CORPORATION.		3a) Disclosable Interest Holders TIN:	3b) FCC Registration Number(FRN): 0004-9424-47
4) Disclosable Interest Holder's Address: ATTN: Charles Featherstun, 1155 Peachtree Street, N.E., Atlanta, GA 30309			
5) Type of Interest in Applicant (I) (refer to Instructions for list)	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant 100.00
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): <input type="radio"/> Other (Voting)		9) Disclosable Interest Holders Country of Citizenship: United States	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): VoiceStream Puerto Rico Subsidiary 2, LLC is wholly owned by Beach Holding Corporation (Beach). SBC Wireless-Puerto Rico, LLC. which controls and owns 47% of Beach, is wholly owned by SBC Wireless LLC. which is wholly owned by Cingular Wireless LLC (See Exhibit 1).			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary)	11b) Principal Business:	11c) TIN:	11d) FCC Registration Number (FRN):	11e) Percent of Interest Held:
SEE EXHIBIT 3				

Reference the FCC **Form** 602 for Cingular Wireless LLC on file with the Commission.

Reference the FCC Form 602 for SBC Communications Inc. on file with the Commission.

Reference the FCC Form 602 for **BellSouth** Corporation on file with the Commission.